UNITED STATES BANKRUPTCY COURT	Γ
SOUTHERN DISTRICT OF NEW YORK	

	X	
In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	_
	:	Case No. 18-23538 (RDD)
	:	
Debtors. ¹	:	(Jointly Administered)
	v	

AFFIDAVIT OF SERVICE

I, Nuno Cardoso, depose and say that I am employed by Prime Clerk LLC ("**Prime** Clerk"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On August 23, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Supplemental Memorandum of Law in Support of Debtors' Brief in Opposition to Transform Holdco LLC's Adversary Complaint and in Further Support of Debtors' Supplemental Motion to Enforce the Asset Purchase Agreement [Docket No. 4973] (the "Supplemental Memorandum of Law")
- Notice of Presentment of Stipulation, Agreement, and Order Granting Limited Relief from the Automatic Stay with Presentment to be held on 8/30/2019 at 10:00 a.m. (ET) [Docket No. 4974] (the "Notice of Presentment of Stipulation")

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

- Declaration of Jessie B. Mishkin in Support of Debtors' Supplemental Brief in Opposition to Transform Holdco LLC's Adversary Complaint and in Further Support of Debtors' Supplemental Motion to Enforce the Asset Purchase Agreement [Docket No. 4975] (the "Declaration of Jessie B. Mishkin")
- Declaration of Mohsin Y. Meghji in Support of the Debtors' Supplemental Motion to Enforce the Asset Purchase Agreement [Docket No. 4976] (the "Declaration of Mohsin Y. Meghji")
- Second Supplemental Declaration of Christopher A. Good in Support of the Debtors' Supplemental Memorandum of Law in Support of Debtors' Brief in Opposition to Transform Holdco LLC's Adversary Complaint and in Further Support of Debtors' Supplemental Motion to Enforce the Asset Purchase Agreement [Docket No. 4977] (the "Second Supplemental Declaration of Christopher A. Good")

On August 23, 2019, at my direction and under my supervision, employees of Prime Clerk caused the Supplemental Memorandum of Law, Declaration of Jessie B. Mishkin, Declaration of Mohsin Y. Meghji and Second Supplemental Declaration of Christopher A. Good to be served via Overnight Mail on Cleary Gottlieb Steen Hamilton LLP, Attn: Sean O'Neal, L. Liman, A. Weaver, A. Mainoo, Luke Barefoot, R. Mukhi & J. K. Park, One Liberty Plaza, New York, NY 10006.

On August 23, 2019, at my direction and under my supervision, employees of Prime Clerk caused the Notice of Presentment of Stipulation to be served via First Class Mail on the Affected Parties Service List attached hereto as **Exhibit B**.

On August 23, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served (1) by the method set forth on the Fee Application Parties Service List attached hereto as $\underline{\text{Exhibit } C}$; (2) via First Class Mail on the Notice Parties Service List attached hereto as $\underline{\text{Exhibit } C}$;

• Notice of Hearing on Interim Applications for Allowance of Compensation and Reimbursement of Expenses on October 23, 2019 at 10:00 a.m. (ET) [Docket No. 4962]

Dated: August 26, 2019

Nuno Cardoso

State of New York County of New York

Subscribed and sworn to (or affirmed) before me on August 26, 2019, by Nuno Cardoso, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature:

MARK M BROWN
NOTARY PUBLIC-STATE OF NEW YORK
NO. 02BR6305738

Qualified in New York County

My Commission Expires tupe 09, 2018

My Commission Expires June 09, 2018 22 SRF 3534

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Exhibit A

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		1265 Scottsville Road		
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Courser to Eastview Mail, LLC, Greece Riuge, LLC & The Marketpaice	Willionte Management Group LLC	Attn: Mark G. Ledwin		FIISt Class Ividii
	Wilson, Elser, Moskowitz, Edelman & Dicker			
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		119 E. Kalamazoo Street		
Counsel to 4th Street South II, LLC	Witte Law Offices, PLLC	Lansing MI 48933-2111	ncwitte@wittelaw.com	Email
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Counsel to Wolf Family Series LP d/b/a Series III, Ontario Enterprises of the Wolf Family Series	Wolf, Rifkin, Shapiro, Schulman & Rabkin,	9th Floor		
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Exhibit B

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Affected Parties Service List Served via First Class Mail

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		Attn: Bradley Bingham, Debra				
Otis Elevator Company	Bingham Mann & House	Bradberry	4500 Yoakum Boulevard	Houston	TX	77006
Otis Elevator Company	Attn: Christopher T. Basil	13995 Pastuer Boulevard		Palm Beach Gardens	FL	33418
Ruben Medina and Heather						
Ximenex, individually as next	The Law Office of Philip A. Perez,					
friends of M.M.	PLLC	Attn: Philip A. Perez	110 Broadway, Suite 490	San Antonio	TX	78205

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Exhibit C

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Fee Application Parties Service List Served as set forth below

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Exhibit D

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Notice Parties Service List Served via First Class Mail

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Akin Gump Strauss Hauer & Feld LLP.	Sara Lynne Brauner	One Bryant Park		New York	NY	10036
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Alvarez & Marsal North America, LLC	Attn: Dennis Stogsdill	600 Madison Avenue	8th Floor	New York	NY	10022
Deloitte & Touche LLP	Attn: Jimmy Berry	2200 Ross Avenue	Suite 1600	Dallas	TX	75201-6778
Delotte & Touche LLi	Acti. Jilling Berry	2200 NO33 AVENUE	Suite 1000	Danas	17	73201 0770
Deloitte Tax LLP	Attn: Thomas C. Hermanson	111 S. Wacker Drive		Chicago	IL	60606-4301
Deloitte Transactions and Business						
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Evercore Group L.L.C.	Attn: Daniel Aronson	One South Wacker Drive		Chicago	IL	60606
5 11 2002	5!: 6 5 !! GIPP #16					10170
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FTI Consulting Inc.	Attn: Matthew Diaz	Three Times Square	10th Floor	New York	NY	10036
Houlihan Lokey Capital, Inc.	Attn: Saul E. Burian	245 Park Avenue	20th Floor	New York	NY	10167
Paul, Weiss, Rifkind, Wharton & Garrison	Attn: Paul M. Basta, Kelley A.					
LLP	Cornish, Lewis R. Clayton	1285 Avenue of the Americas		New York	NY	10019

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Notice Parties Service List Served via First Class Mail

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	Attn: Ray C. Shrock P.C., Jacqueline					
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	Attn: Pauline K. Morgan, Ryan M.					
Young Conaway Stargatt & Taylor, LLP	Bartley, Travis G. Buchanan	1270 Avenue of the Americas	Suite 2210	New York	NY	10020

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